

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

SPIRIT AIRLINES, INC., :
: Plaintiff,
: vs. : CASE NO. 07-341 (SLR)
: :
24/7 REAL MEDIA, INC., ADVERTISING.COM, :
INC., AMERICA ONLINE, INC. DBA AOL, :
BURST MEDIA CORPORATION, :
CARROLLTON BANK, CHEAPFLIGHTS :
(USA), INC., ECHO TARGET, INC., HOTWIRE, :
INC., INTERCEPT INTERACTIVE, INC., :
PRICELINE.COM, LLC, RACKSPACE, LTD., :
SHERMANS TRAVEL, INC., SIDESTEP, INC., :
SMARTER LIVING, INC., SPECIFICMEDIA, :
INC., TRAVEL MARKETING GROUP, INC., :
TRAVELZOO, INC., TRIBAL FUSION, INC., :
TRIP ADVISOR LLC, VALUECLICK, INC., and :
THE WEATHER CHANNEL INTERACTIVE, :
INC., :
Defendants.

**STIPULATION OF DISMISSAL OF
DEFENDANTS, TRIP ADVISOR, LLC AND HOTWIRE, INC.**

This stipulation ("Stipulation") is entered into by Plaintiff, Spirit Airlines, Inc. ("Spirit") and Defendants, Trip Advisor, LLC ("Trip Advisor") and Hotwire, Inc. ("Hotwire"), who stipulate and agree as follows.

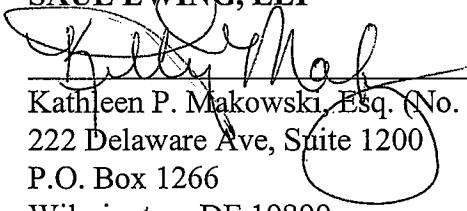
1. Trip Advisor and Hotwire forego any interest in the interplead funds. Trip Advisor and Hotwire will not institute or prosecute, in any other state or federal court, any proceeding against Spirit with respect to the interplead funds.

2. Trip Advisor and Hotwire are hereby dismissed from the above-captioned matter with prejudice.

Dated: August 30 2007

By:

SAUL EWING, LLP


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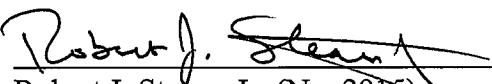
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Attorneys for Spirit Airlines, Inc.

Dated: August 30, 2007

By:

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Hotwire, Inc.